PEER PEDERSEN

RICHARD V HOURT

GEORGE L. PLUMB

JAMES K. STUCKO

THOMAS I KELLY

SHELDON DAVIDSON

PETER O'CONNELL KELLY

LAW OFFICES

PEDERSEN & HOUPT

A PROFESSIONAL CORPORATION

180 NORTH LA SALLE STREET - SUITE 3400

CHICAGO, ILLINOIS 60601 (312).641-6888

WRITER'S DIRECT DIAL NO. 781-

JAMES J. CLARKE II
MARILEE ROBERG
MARC D. JANSER
THOMAS F. BRETT II
ALLAN I. NATHAN
ARTHUR M. HOLTZMAN
DONALD J. MORAN
JOHN P. BURKE

JOHN H. MUEHLSTEIN
ARTHUR B. STERNBERG
STEVEN M. STONE
JAMES K. HENEGAN
LINDA B. MOTZ
RICHARD DEMAREST YANT
M. A. KENNEDY-O'NEILL
JILL S. FENDELMAN

RECORDATION NO 13970 C

June 18, 1984

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

GREGORY J. PERRY

DAVID C. NEWMAN

HERRERT LUINN

PAUL S. ALTMAN

J. DAVID SANNER

THEODORE E. CORNELL III

Re: Recordation No. 13970

No.4-173 AUN 21 1584 -2 FM FE OPERATION PERATION BR. ICC Washington, D.C.

Dear Secretary:

We are attorneys for North American Car Corporation. Pursuant to 49 U.S.C. Section 11303 and the Commission's rules and Regulations thereunder, enclosed for filing on behalf of North American Car Corporation are three (3) executed originals of the following document:

Release given by Philip A. Walden ("Walden") to North American Car Corporation ("NAC").

This document is a full release and assignment of the interest of Walden in the equipment pursuant to the Conditional Sale Contract dated December 30, 1981, between Walden and Excel Transnational, Inc. ("Excel") and filed with the Interstate Commerce Commission under Recordation No. 13970 and any subparts thereto. NAC has succeeded to the interest of Excel pursuant to a Release filed with the Commission on May 21, 1984, as document number 13970-B.

Enclosed is the filing fee of \$10.00. Please file and record the documents referred to in this letter under Recordation No. 13970. Please return the documents not needed by the Commission for recordation to Richard Demarest Yant, Pedersen & Houpt, 180 North LaSalle Street, Suite 3400, Chicago, Illinois 60601.

Thank you for your assistance in this matter. If you have any questions, please do not hestitate to call.

Very truly yours,

PEDERSEN & HOURT, P.C



JUN 21 1984 -2 15 PM

RELEASE

ENTERSTATE COMMERCE COMMISSION

FOR VALUE RECEIVED, PHILIP A. WALDEN, Purchaser pursuant to that certain Conditional Sale Contract dated December 30, 1981 (the "CSA") and filed with the Interstate Commerce Commission on February 15, 1983, as document number 13970, and Owner, as defined in the Bailment Agreement and Assignment of Lease dated December 30, 1981 (the "Bailment") and filed with the Interstate Commerce Commission as document number 13970-A, does hereby release, transfer and assign all of its right, title and interest in and to the CSA, the Bailment and all railcars described therein to North American Car Corporation, a Delaware corporation.

PHILIP A. WALDEN

STATE OF Wisconsing) SS

I, Dolored f. Karner, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that PHILIP A. WALDEN, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me and acknowledged that he signed and delivered the said instrument as his own free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 5th day of June 1984.

Notary Public

My Commission Expires: December 14, 1986